

EXHIBIT C
[Proposed Order]

**UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF NEW YORK**

In re:

THE DIOCESE OF BUFFALO, N.Y.,

Debtor.

Chapter 11

Case No. 20-10322 (CLB)

**ORDER GRANTING FIFTH INTERIM FEE APPLICATION
OF PACHULSKI STANG ZIEHL & JONES LLP FOR
COMPENSATION FOR SERVICES RENDERED AND
REIMBURSEMENT OF EXPENSES INCURRED AS COUNSEL TO
THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS OF THE
DEBTOR FOR THE PERIOD AUGUST 1, 2022 THROUGH JANUARY 31, 2023**

This matter is before the Court on the Fifth Interim Fee Application of Pachulski Stang Ziehl & Jones LLP for Compensation for Services Rendered and Reimbursement of Expenses Incurred as Counsel to the Official Committee of Unsecured Creditors of the Debtor for the Period August 1, 2022 through January 31, 2023 (the “Fifth Compensation Period” and the “Application”) [Doc ____], filed by Pachulski Stang Ziehl & Jones LLP (“PSZJ”), counsel to the Committee. In the Application, PSZJ requests (a) allowance of interim compensation for professional services performed by PSZJ for the Fifth Compensation Period in the amount of \$232,300.00 (b) reimbursement of its actual and necessary expenses in the amount of \$18,113.24 incurred during the Fifth Compensation Period, and (c) directing the Debtor to pay PSZJ the amount of \$250,413.24 for the unpaid total.

The Court, having considered the Application and notice of the Application appearing adequate, and having convened a hearing on _____, 2023 and being otherwise

duly advised in the premises, determines that the Application should be, and hereby is GRANTED. Accordingly,

IT IS THEREFORE ORDERED as follows:

1. The Application is GRANTED in its entirety.
2. PSZJ's compensation for professional services rendered during the Fifth Compensation Period is allowed on an interim basis in the amount of \$232,300.00.
3. Reimbursement of PSZJ's expenses incurred during the Fifth Compensation Period is allowed on an interim basis in the amount of \$18,113.24.
4. The Debtor is directed to pay PSZJ the amount of \$250,413.24 for the unpaid amounts incurred during the Fifth Compensation Period.
5. The compensation and reimbursement of expenses awarded in this Order shall be interim and subject to final approval pursuant to section 330(a)(5) of the Bankruptcy Code.
6. The allowance of interim compensation and reimbursement of expenses pursuant to this Order is without prejudice to PSZJ's right to seek additional compensation for services performed and expenses incurred during the Fifth Compensation Period, which were not processed at the time of the Application.
7. This Court retains jurisdiction with respect to all matters arising from or related to the implementation, interpretation, and enforcement of this Order.

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